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15 Co-Lead Counsel for Plaintiffs

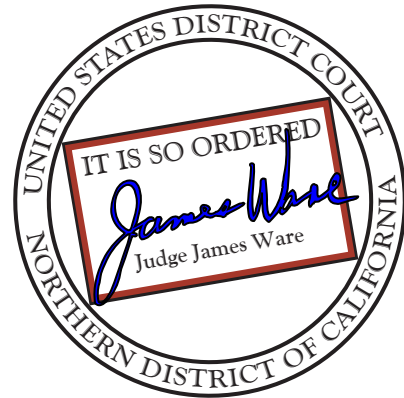
16 [Additional counsel appear on signature page.]

17 UNITED STATES DISTRICT COURT  
18 NORTHERN DISTRICT OF CALIFORNIA  
19 SAN JOSE DIVISION

20 In re AGILE SOFTWARE CORPORATION )  
DERIVATIVE LITIGATION )

21 \_\_\_\_\_ )  
22 This Document Relates To: )

23 ALL ACTIONS. )  
24 \_\_\_\_\_ )  
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Lead Case No. C-06-07434-JW

STIPULATION AND [PROPOSED] ORDER  
REGARDING DISMISSAL OF ACTION

1 WHEREAS, all parties agree to dismissal of the above-entitled action without prejudice  
2 pursuant to Federal Rule of Civil Procedure 41(a)(1);

3 THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and among the parties,  
4 through their respective counsel of record, as follows:

- 5 1. Plaintiffs dismiss this action against defendants without prejudice; and
- 6 2. Each party shall bear its own costs and attorneys' fees.

7 IT IS SO STIPULATED.

8 DATED: February 20, 2008

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17 Co-Lead Counsel for Plaintiffs

18 *I, Kathleen A. Herkenhoff, am the ECF User whose ID and password are being used to file*  
19 *this Stipulation and [Proposed] Order Regarding Dismissal of Action. In compliance with General*  
20 *Order 45, X.B., I hereby attest that Jonathan B. Gaskin has concurred in this filing.*

21 DATED: February 20, 2008

22 ORRICK, HERRINGTON & SUTCLIFFE LLP  
23 JAMES N. KRAMER  
24 JONATHAN B. GASKIN  
25 BENJAMIN P. VAN HOUTEN  
26 LUCY E. BUFORD

27 \_\_\_\_\_  
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34 Attorneys for Defendants

35 \* \* \*

## 36 ORDER

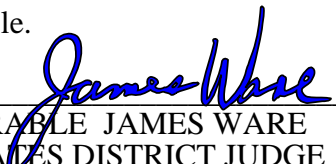
37 PURSUANT TO THE STIPULATION REGARDING DISMISSAL OF ACTION FILED  
38 BY THE PARTIES:

- 39 1. The above-entitled action is dismissed against defendants without prejudice; and  
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2. Each party shall bear its own costs and attorneys' fees.  
IT IS SO ORDERED. The Clerk shall close this file.

DATED: February 21, 2008

  
\_\_\_\_\_  
THE HONORABLE JAMES WARE  
UNITED STATES DISTRICT JUDGE

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1 CERTIFICATE OF SERVICE

2 I hereby certify that on February 20, 2008, I electronically filed the foregoing with the Clerk  
3 of the Court using the CM/ECF system which will send notification of such filing to the e-mail  
4 addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have  
5 mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF  
6 participants indicated on the attached Manual Notice List.

7 I certify under penalty of perjury under the laws of the United States of America that the  
8 foregoing is true and correct. Executed on February 20, 2008.

9 s/ KATHLEEN A. HERKENHOFF  
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## Mailing Information for a Case 5:06-cv-07434-JW

### Electronic Mail Notice List

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### Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

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